

HELM

FINANCIAL CORPORATION

One Embarcadero Center • San Francisco, CA 94111

415/398-4510

FAX 415/398-4816

VIA AIR COURIER

December 4, 1995

Ms. Mildred Lee
Recordations Unit
Interstate Commerce Commission
12th and Constitution Avenue, N.W.
Washington, DC 20423

Dear Ms. Lee:

Enclosed are two (2) originals of the Memorandum of Lease of Railroad Equipment dated as of September 1, 1995 between the following parties:

Lessor: Helm Financial Corporation
One Embarcadero Center, Suite 3700
San Francisco, CA 94111

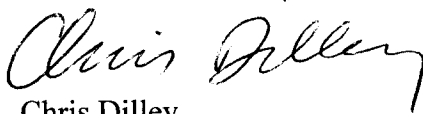
Lessee: Florida Rock Industries, Inc.
155 East 21st Street
Jacksonville, FL 32206

The equipment involved in this transaction is as follows:

Equipment: Fifty-six (56), 100-ton open top hopper railcars (See Exhibit A attached for reporting mark & numbers)

Please file this agreement as a primary document. The filing fee of \$21.00 is enclosed.

Sincerely,



Chris Dilley
Administrative Assistant

/cpd

Enclosures (2)



Interstate Commerce Commission
Washington, D.C. 20423-0001

12/22/95

Office Of The Secretary

Chris Dilley
Administrative Assistant
Helm Financial Corporation
One Embarcadero Center
San Francisco, CA., 94111

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 12/22/95 at 9:20AM , and assigned recordation number(s). 19822, 19823, 19824, 19825, 19826, 19827, 16563-A and 17860-B.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

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\$ 168.00 The amount indicated at the left has been received in payment of a fee in connection with document filed on the date shown. This receipt is issued for the amount paid and in no way indicate acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had a opportunity to examine your document.

Signature

19822

OCT 2 1995 10:20 AM

**MEMORANDUM OF
LEASE OF RAILROAD EQUIPMENT**

THIS MEMORANDUM OF LEASE OF RAILROAD EQUIPMENT ("Memorandum of Lease") made as of September 1, 1995 is intended to evidence the Lease of Railroad Equipment, dated as of September 1, 1995 (the "Lease") between **HELM FINANCIAL CORPORATION**, a California corporation ("Lessor"), and **FLORIDA ROCK INDUSTRIES, INC.**, a Florida corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to lease the fifty-six (56) railcars, more fully described in Exhibit A hereto (the "Units"). Lessee leased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, each party, pursuant to due corporate authority, has executed this Memorandum of Lease on the date indicated below its signature.

LESSOR**HELM FINANCIAL CORPORATION**By: Title: PresidentDate: October 20, 1995**LESSEE****FLORIDA ROCK INDUSTRIES, INC.**By: Title: General Manager, Florida DivisionDate: 10-23-95

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EXHIBIT A

To the Memorandum of Lease of Railroad Equipment dated September 1, 1995 between Helm Financial Corporation and Florida Rock Industries, Inc.

Equipment Description:

Fifty-six (56), 100-ton, 3433 cubic foot capacity, three-pocket, open top hopper railcars with 42/30 degree slope sheets; built by C&O Shop, Raceland KY and Norfolk Western Shop, Roanoke, VA in 1979.

<u>Unit Number</u>		<u>Unit Number</u>	
1. HLMX	16306	29. HMJX	17146
2. HLMX	16309	30. HMJX	17148
3. HLMX	16310	31. HMJX	17149
4. HLMX	16312	32. HMJX	17152
5. HLMX	16313	33. HMJX	17155
6. HLMX	16314	34. HMJX	17158
7. HLMX	16316	35. HMJX	17160
8. HLMX	16317	36. HMJX	17161
9. HLMX	16319	37. HMJX	17163
10. HLMX	16321	38. HMJX	17164
11. HLMX	16322	39. HMJX	17167
12. HLMX	16324	40. HMJX	17170
13. HLMX	16341	41. HMJX	17176
14. HMJX	17102	42. HMJX	17177
15. HMJX	17103	43. HMJX	17178
16. HMJX	17109	44. HMJX	17180
17. HMJX	17111	45. HMJX	17182
18. HMJX	17112	46. HMJX	17185
19. HMJX	17113	47. HMJX	17186
20. HMJX	17116	48. HMJX	17187
21. HMJX	17118	49. HMJX	17190
22. HMJX	17120	50. HMJX	17191
23. HMJX	17121	51. HMJX	17192
24. HMJX	17128	52. HMJX	17195
25. HMJX	17132	53. HMJX	17196
26. HMJX	17133	54. HMJX	17197
27. HMJX	17141	55. HMJX	17198
28. HMJX	17142	56. HMJX	17199

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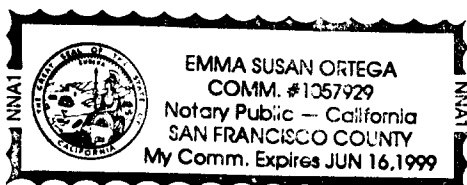
STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

On October 20, 1995, before me, Emma S. Ortega - Notary Public, personally appeared Richard C. Kirchner, President of **HELM FINANCIAL CORPORATION**,

☒ personally known to me -OR-

☐ proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.



Witness my hand and official seal.

Emma Susan Ortega
SIGNATURE OF THE NOTARY

STATE OF FLORIDA

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COUNTY OF DUVAL

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On this 3rd day of October, 1995, before me personally appeared Robert G. O'Brien, to me personally known, who, being by me duly sworn says that he is President - Florida Division of **FLORIDA ROCK INDUSTRIES, INC.**, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Donna Lynne Rehberg
Notary Public

My Commission Expires: November 1, 1997

[Notarial Seal]

DONNA LYNNE REHBERG
Notary Public, State of Florida
My Comm. Exp. Nov. 1, 1997
Comm. No. CC 327349